

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: CORE SCIENTIFIC, INC., et al., Debtors.¹	§ § § § § § § § §	Chapter 11 Case No. 22-90341 (DRJ) (Jointly Administered)
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**DEBTOR’S WITNESS AND EXHIBIT
LIST FOR HEARING ON OCTOBER 2, 2023**

Core Scientific, Inc. and its debtor affiliates in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the “**Debtors**”), file this amended witness and exhibit list (the “**Witness and Exhibit List**”) for the hearing scheduled for October 2, 2023 at 3:00 p.m. (prevailing Central Time) (the “**Hearing**”) for the *Debtors’ Emergency Motion for Order Approving (I) Global Settlement Between Debtors and Celsius, (II) Sale of Cedarvale Facility and Related Assets, (III) Entry into Amended TNMP Contract and Assumption and Assignment of Transferred Contracts and (IV) Granting Related Relief* (ECF No. 1236) (the “**Motion**”):

WITNESSES

The Debtors may call any of the following witnesses at the Hearing:

1. Adam Sullivan, President and Chief Executive Officer at Core Scientific, Inc.
2. Michael Bros, Senior Vice President of Capital Markets & Acquisitions at Core Scientific, Inc.;

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Core Scientific Mining LLC (6971); Core Scientific, Inc. (3837); Core Scientific Acquired Mining LLC (6074); Core Scientific Operating Company (5526); Radar Relay, Inc. (0496); Core Scientific Specialty Mining (Oklahoma) LLC (4327); American Property Acquisition, LLC (0825); Starboard Capital LLC (6677); RADAR LLC (5106); American Property Acquisitions I, LLC (9717); and American Property Acquisitions VII, LLC (3198). The Debtors’ corporate headquarters and service address is 210 Barton Springs Road, Suite 300, Austin, Texas 78704.

3. Any witness called or listed by any other party; and
4. Any rebuttal witnesses.

EXHIBITS

The Debtors may offer into evidence any one or more of the following exhibits:

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
1.	Declaration of Adam Sullivan in Support of Debtors' Emergency Motion for Order Approving (I) Global Settlement Between Debtors and Celsius, (II) Sale of Cedarvale Facility and Related Assets, (III) Entry into Amended TNMP Contract and Assumption and Assignment of Transferred Contracts and (IV) Granting Related Relief, annexed to the Motion as Exhibit 3 (ECF No. 1236, Exhibit 3)				
2.	Declaration of Michael Bros in Support of Debtors' Emergency Motion for Order Approving (I) Global Settlement Between Debtors and Celsius, (II) Sale of Cedarvale Facility and Related Assets, (III) Entry into Amended TNMP Contract and Assumption and Assignment of Transferred Contracts and (IV) Granting Related Relief annexed to the Motion as Exhibit 4 (ECF No. 1236, Exhibit 4)				
3.	Celsius's Motion to Enforce the Automatic Stay and For Civil Contempt (Celsius Cases² ECF No. 917)				
4.	Core Scientific, Inc.'s Objection to Debtors' Motion to Enforce the Automatic Stay and for Civil Contempt (Celsius Cases ECF No. 1140)				

² The chapter 11 cases of Celsius Network LLC and certain of its affiliates as debtors in possession pending in the United States Bankruptcy Court for the Southern District of New York, being jointly administered under Case No. 22-10964 (MG) (the "**Celsius Cases**")

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
5.	Core Scientific, Inc.'s Motion (I) To Compel Immediate Payment of Administrative Expenses and (II)(A) For Relief from Automatic Stay to Exercise Rights Under Master Services Agreement and Related Orders or (B) In the Alternative, to Compel Assumption or Rejection of Master Services Agreement and Related Orders (Celsius Cases ECF No. 1144)				
6.	Debtors' Emergency Motion for Entry of an Order Authorizing Rejection of Executory Contracts with Celsius Mining, LLC (ECF No. 189)				
7.	Order Authorizing Rejection of Executory Contracts with Celsius Mining, LLC (ECF No. 232)				
8.	Celsius Proofs of Claim (Nos. 425, 497)				
9.	Debtors' Objection to Proof of Claim Nos. 425 and 497 Filed by Celsius Mining LLC (ECF No. 819)				
10.	Debtors' Motion for Partial Summary Judgment With Respect To Proof Of Claim Nos. 425 and 497 Filed by Celsius Mining LLC (ECF No. 942)				
11.	Celsius Mining LLC's Motion For Entry of An Order (I) Allowing and Directing Payment of Its Administrative Expense Claim Pursuant to 11 U.S.C. § 503(B)(1)(A) And (II) Granting Related Relief (ECF No. 801)				
12.	Debtors' Objection to Celsius Mining LLC's Motion for Entry of An Order (I) Allowing and Directing Payment of Its Administrative Expense Claim Pursuant to 11 U.S.C. 503(B)(1)(A) And (II) Granting Related Relief (ECF No. 861)				
13.	Core Proofs of Claim (Celsius Cases Nos. 17273 and 23022)				

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
14.	Joint Stipulation and Agreed Order Appointing A Mediator and Governing Mediation Procedures (ECF No. 968)				
15.	Proposed Agreed Order Postponing Deadline for Reply in Further Support of Debtors' Motion For Partial Summary Judgment With Respect to Proof Of Claim Nos. 425 and 497 (ECF No. 1023)				
16.	Agreed Order Postponing Deadline for Reply in Further Support of Debtors' Motion For Partial Summary Judgment With Respect to Proof Of Claim Nos. 425 and 497 (ECF No. 1037)				
17.	Second Agreed Order Postponing Deadline for Reply in Further Support of Debtors' Motion for Partial Summary Judgment with Respect to Proof of Claim Nos. 425 and 497 (ECF No. 1103)				
18.	Third Agreed Order Postponing Deadline for Reply in Further Support of Debtors' Motion for Partial Summary Judgment with Respect to Proof of Claim Nos. 425 and 497 (ECF No. 1270)				
19.	That certain Purchase and Sale Agreement, dated as September 14, 2023, by and between the Debtors and Celsius annexed to the Motion as Exhibit 2 (ECF No. 1236, Exhibit 2)				
20.	Notice of Executory Contracts and Unexpired Leases to Be Assumed and Assigned in Connection with the Celsius Settlement and the Proposed Cure Costs with Respect Thereto annexed to the Motion as Exhibit 5 (ECF No. 1236, Exhibit 5)				

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
21.	Certificate of Service re: Debtors Emergency Motion for Order Approving (I) Global Settlement Between Debtors and Celsius, (II) Sale of Cedarvale Facility and Related Assets, (III) Entry Into Amended TNMP Contract and Assumption and Assignment of Transferred Contracts and (IV) Granting Related Relief (ECF No. 1236), Notice of Executory Contracts and Unexpired Leases to be Assumed and Assigned in Connection With the Celsius Settlement and the Proposed Cure Costs With Respect Thereto (attached hereto as Exhibit D) (ECF No. 1241)				
22.	Final Order (I) Authorizing the Debtors to (A) Obtain Senior Secured Non-Priming Superpriority Replacement Postpetition Financing and (B) Use Cash Collateral, (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (III) Modifying the Automatic Stay and (IV) Granting Related Relief (ECF No. 608)				
23.	Notice of Executed Amendment to Replacement DIP Credit Agreement (ECF No. 1032)				
24.	Order Approving (I) Global Settlement Between Debtors and Huband-Mantor Construction, Inc. and (II) Granting Related Relief (ECF No. 1167)				
25.	Debtors' Motion for Order Approving (I) Global Settlement Between Debtors and Trilogy LLC and (II) Granting Related Relief (ECF No. 1058) and the Certificate of No Objection thereof (ECF No. 1151)				
26.	Order Approving (I) Global Settlement Between Debtors and Condair Inc. and (II) Granting Related Relief (ECF No. 1155)				

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
27.	Order Approving (I) Global Settlement Between Debtors and Priority Power Management, LLC, (II) Assumption of the EMCSA, (III) Entry into the New Agreements and (IV) Granting Related Relief (ECF No. 706)				
28.	Any pleading or other document filed with the Court on the docket of the above-captioned chapter 11 cases				
29.	Any exhibit necessary to rebut the evidence of testimony of any witness offered or designated by any other party				
30.	Any exhibit listed by any other party				

RESERVATION OF RIGHTS

The Debtor's reserve the right to call or to introduce one or more, or none, of the witnesses and exhibits listed above, and further reserve the right to supplement this list at any time prior to the hearing. The Debtors reserve the right to offer into evidence any exhibit necessary to rebut evidence or testimony offered by any other party and any exhibits listed or used by any other party.

Dated: September 28, 2023
Houston, Texas

Respectfully submitted,

/s/ Alfredo R. Pérez
WEIL, GOTSHAL & MANGES LLP
Alfredo R. Pérez (15776275)
Clifford W. Carlson (24090024)
700 Louisiana Street, Suite 1700
Houston, Texas 77002
Telephone: (713) 546-5000
Facsimile: (713) 224-9511
Email: Alfredo.Perez@weil.com
Clifford.Carlson@weil.com

-and-

WEIL, GOTSHAL & MANGES LLP
Ray C. Schrock (admitted *pro hac vice*)
Ronit J. Berkovich (admitted *pro hac vice*)
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Email: Ray.Schrock@weil.com
Ronit.Berkovich@weil.com

*Attorneys for Debtors
and Debtors in Possession*

Certificate of Service

I hereby certify that on September 28, 2023, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Alfredo R. Pérez
Alfredo R. Pérez